

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IpLEARN, LLC,

Plaintiff,

v.

BEELINE ACQUISITION CORP., et al.,

Defendants.

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C.A. No. 11-825 (RGA)

JURY TRIAL DEMANDED

**STIPULATION AND PROPOSED ORDER SUBSTITUTING A PARTY
AND AMENDING THE CASE CAPTION**

WHEREAS, on October 5, 2011, Plaintiff IpLearn, LLC filed its First Amended Complaint in the above-captioned action asserting claims against Beeline Acquisition Corp. for alleged patent infringement;

WHEREAS, on December 5, 2011, Beeline Acquisition Corp. filed its Answer, Defenses and Counterclaims to the First Amended Complaint; and

WHEREAS, the parties wish to substitute Beeline.com, Inc. as defendant for Beeline Acquisition Corp. in this action.

IT IS HEREBY STIPULATED AND AGREED, subject to the approval and order of the Court, as follows:

1. Beeline.com, Inc. is substituted for the currently named defendant, Beeline Acquisition Corp.

2. To effect this substitution, defendant Beeline Acquisition Corp. is dismissed from this case without prejudice (and deleted from the case caption) and defendant Beeline.com, Inc. is added to the case caption, replacing defendant Beeline Acquisition Corp.

3. All prior pleadings, motions, answers, and/or other filed documents in this case reflecting "Beeline Acquisition Corp." are deemed to say "Beeline.com, Inc." instead.

4. All subsequent pleadings should reflect the proper entity—Beeline.com, Inc.—as defendant and counterclaimant.

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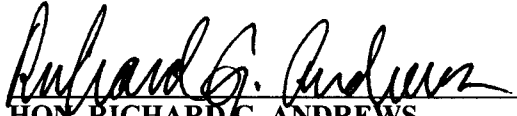
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Corp. and Beeline.com, Inc.*

IT IS SO ORDERED this 2nd day of Aug, 2012.


HON. RICHARD G. ANDREWS
UNITED STATES DISTRICT JUDGE